

THE STATE OF KANSAS



PAUL R. SHANAHAN • SECRETARY OF STATE

To all to whom these presents shall come, Greeting:

I, PAUL R. SHANAHAN, Secretary of State of the State of Kansas, do hereby certify that the following and hereto attached is a true copy of

CHARTER

OF

THE CESSNA - ROOS AIRCRAFT COMPANY

FILED: SEPTEMBER 7, 1927

AMENDMENT (changing name to)

"THE CESSNA AIRCRAFT COMPANY"

FILED: DECEMBER 22, 1927

AMENDMENT
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AMENDMENT

FILED: OCTOBER 26, 1928
FILED: MARCH 22, 1930
FILED: FEBRUARY 22, 1937
FILED: OCTOBER 3, 1939
FILED: JUNE 20, 1944
FILED: MARCH 1, 1946
FILED: FEBRUARY 3, 1956
FILED: JANUARY 30, 1957

the original of which is now on file and a matter of record in this office.

IN TESTIMONY WHEREOF:

I hereto set my hand and cause to be affixed my official seal.

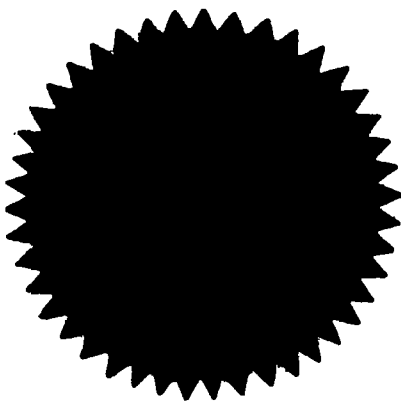
Done at the City of Topeka, this ~~Thirtieth~~ day of

January A.D. 19 58

Paul R. Shanahan
SECRETARY OF STATE

By

ASSISTANT SECRETARY OF STATE



NOTE.—If not organized for financial profit insert word "not" in second subdivision, relating to purposes.

Charter

The undersigned, citizens of the State of Kansas, do hereby voluntarily associate ourselves together for the purpose of forming a private corporation under the laws of the State of Kansas, and do hereby certify:

FIRST

That the name of this corporation shall be THE CESSNA-ROOS AIRCRAFT COMPANY

SECOND

That this corporation is organized for profit, and that the purposes for which it is formed are:

The manufacturing, building and assembling of airplanes and parts and equipment for the same, and of other mechanical products, and the disposition, sale and leasing of such articles, and the purchase and sale of the same. The acquiring by purchase or otherwise of lands, buildings and real estate and maintenance and improvement of the same for the purposes of airports or flying fields, and for the location and situation of the buildings and other improvements required in the business and purposes of the corporation, and the sale or other disposal of such lands, buildings and improvements. The transportation of persons, goods, wares and merchandise and any valuable thing by airplane or other air conveyance.

THIRD

That the place where its business is to be transacted is at Wichita, Kansas.

Kansas.

FOURTH

That the term for which this corporation is to exist is FIFTY YEARS.

11.11.11

That the number of directors of this corporation shall be five.

and the names and residences of those who are appointed for the first year are:

Clyde V. Cessna, Wichita, Kansas

Victor H. Roos, Omaha, Nebraska

George H. Siedhoff, Wichita, Kansas

C. A. McCorkle, Wichita, Kansas

J. D. Fair, Wichita, Kansas

SIDNEY

That the estimated value of the goods, chattels, lands, rights and credits owned by the corporation is

...Dollars.

That the amount of the capital stock of this corporation shall be..

... Dollars

and shall be divided into _____ shares

of _____ Dollars each.

SEVENTH

That the names and residences of the stockholders of said corporation, and the number of shares held by each, are as follows, to wit:

[illegible]

SIXTH.

That the estimated value of the goods, chattels, lands, rights and credits owned by the corporation is One Hundred Thousand Dollars.

The proposed amount of the capital stock of said corporation is Two Hundred Thousand Dollars, to be divided into one thousand shares of common stock of One Hundred Dollars each, and one thousand shares of preferred stock of One Hundred Dollars each. The preferred stock shall be entitled to receive a preferential dividend equal to seven per cent per annum on the face or par value thereof payable semi-annually from the date of issue out of the first net earnings of the corporation for that period, and such dividends shall be cumulative, and no dividends shall be declared or paid on the common stock until all accumulated dividends accrued on the preferred stock then outstanding shall have been paid out of the net earnings of the corporation. No other dividends shall ever be paid on the preferred stock, and the preferred stock may be paid off and retired by the corporation at any time after the expiration of two years from the date of issue by payment to the holder on thirty days' notice of One Hundred and Two Dollars for each share plus interest on the par value of the stock at seven per cent per annum for any period since the issue for which dividend at said rate shall not have been paid.

Upon the dissolution of the corporation or a sale of its assets whereby it shall cease to do business, the assets shall first be applied to the payment to the holders of the preferred stock of the face value of the same with any accumulation of unpaid dividends at said rate of seven per cent per annum, and if such assets be insufficient to so pay in full they shall be applied and distributed pro rata among the preferred stock outstanding.

The preferred stock shall have no voting power in stockholders' meetings, unless and until the payment of dividends thereon at the rate herein provided shall be in default for a period of two years, but after such default, and only during the continuance of two years default on such accrued dividends the preferred stock shall enjoy the same voting power per share outstanding as the common stock then outstanding, share for share.

In Testimony Whereof, We have hereunto subscribed our names, this _____ day
of August A. D. 1927

✓ Clyde V. Cassa
✓ Victor H. Roos
George H. Siedhoff
C. A. McCorkle
J. D. Fair

STATE OF KANSAS,
County of Sedgwick ss.

Personally appeared before me, a Notary Public in and for Sedgwick County, Kansas,
the above-named Clyde V. Cassa, Victor H. Roos, George H. Siedhoff,
C. A. McCorkle, and J. D. Fair,

who are personally known to me to be the same persons who executed the foregoing instrument of writing, and
duly acknowledged the execution of the same.

In Testimony Whereof, I have hereunto subscribed my name and
affixed my notarial seal, this 30 day of
August A. D. 1927

[SEAL]

Edythe McCord
Notary Public.

My Commission expires Nov. 29, 1930

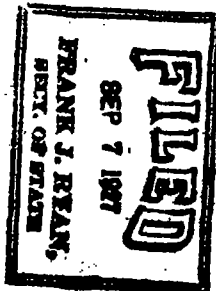
OFFICE OF SECRETARY OF STATE

Received of THE CESSNA-ROOS Aircraft Company
and deposited in the State Treasury, fees on this Charter as follows:

August 31	1927	Application fee	\$ 25.00
September 7	1927	Filing and recording fee	\$ 2.50
September 7	1927	Capitalization fee	\$ 150.00

Frank J. Ryan
Secretary of State.

By *P. M. Sessions*
Chief Clerk.



PLACE OF BUSINESS

Charter
OF

*Wm. J. Ryan, McClellan
Jain, Albany - Town
Wm. J. Ryan, Albany
Wm. J. Ryan, Albany*

RESOLUTION.

BE IT RESOLVED: That The Cessna-Roos Aircraft Company. Wichita, Kansas name be changed to The Cessna Aircraft Company . Wichita, Kansas.

STATE OF KANSAS)
SEBOWICK COUNTY) 33.

Clyde Cessna and Wendie Hargis, being first duly sworn, say: That the above resolution was adopted by more than three-fourths of the shares of the outstanding stock of said corporation, at a special meeting of the stockholders called for said purpose on December 9th, 1927, after due notice was given to all stockholders as provided by the By-Laws, which notice stated the purpose of said special meeting.

Clyde Cessna
President.

Wendie Hargis
Secretary.

Subscribed and sworn to before me this 13 day of December, 1927.

seal

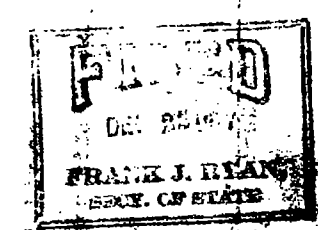
Edythe McCarty
Notary Public.

My Commission expires Nov 29, 1930.

2-31
1938
Coca-Cola Bottling Co.

Approved by the Chester Board, this
25th day of Dec.
1937

William A. Smith
Ray L. Lewis
Frank J. Ryan



~~CONFIDENTIAL~~

The Cessna Aircraft Company

WHEREAS, the capital stock of said corporation is \$200,000.00, divided into one thousand shares of common stock of \$100.00 each, and one thousand shares of preferred stock of \$100.00 each,

the Charter be amended and

BE IT RESOLVED, That/the now authorized common stock of one thousand shares of \$100.00 each be changed and increased to fifty thousand shares of common stock of no par value, said shares to be sold for a sum not to exceed \$10.00 per share at this time, and that the sixth paragraph of the charter of the corporation be changed to read as follows:

" That the estimated value of the goods, chattels, lands, rights and credits owned by the corporation is One Hundred Thousand Dollars.

That the amount of the capital stock of this corporation shall be one thousand shares of preferred stock of \$100.00 each, and fifty thousand shares of common stock of no par value, said stock to be sold for a sum not to exceed \$10.00 per share at this time. The preferred stock shall be entitled to receive a preferential dividend equal to seven per cent per annum on the face or par value thereof payable semi-annually from the date of issue out of the first net earnings of the corporation for that period, and such dividends shall be cumulative, and no dividends shall be declared or paid on the common stock until all accumulated dividends accrued on the preferred stock then outstanding shall have been paid out of the net earnings of the corporation. No other dividends shall ever be paid on the preferred stock, and the preferred stock may be paid off and retired by the corporation at any time after the expiration of two years from the date of issue of payment to the holder on thirty days' notice of One Hundred and Two Dollars for each share plus interest on the par value of the stock at seven per cent per annum for any period since the issue for which dividend at said rate shall not have been paid.

Upon the dissolution of the corporation or a sale of its assets whereby it shall cease to do business, the assets shall first be applied to the payment to the holders of the preferred stock of the face value of the same with any accumulation of unpaid dividends at said rate of seven per cent per annum, and if such assets be insufficient to so pay in full they shall be applied and distributed pro rata among the preferred stock outstanding.

The preferred stock shall have no voting power in stockholders' meetings, unless and until the payment of dividends thereon at the rate herein provided shall be in

default for a period of two years, but after such default, and only during the continuance of two years default on such accrued dividends the preferred stock shall enjoy the same voting power per share outstanding as the common stock then outstanding, share for share."

STATE OF KANSAS)
) SS.
SEDGWICK COUNTY)

Clyde Cessna, President, and Meade Hargiss, Secretary of The Cessna Aircraft Company, being first duly sworn, state: That the above resolution was adopted by more than three-fourths of the outstanding number of shares of outstanding common stock of said company, which common stock has all the voting power in said corporation, at a special meeting of the stockholders called for said purpose on October 20th, 1928.

Clyde Cessna
President.

Meade Hargiss
Secretary.

Subscribed and sworn to before me this
24th day of October, 1928.

Benjamin B. Smith
Notary Public.

SEAL

My Commission expires Jan. 4 1930.

Topeka, Kansas, Oct. 26th. 1928
Received of Cessna Aircraft Company
Two hundred fifty-----Dollars
fee for the within increase.

Frank J. Ryan
Secretary of State

By P. M. Sessions
Chief Clerk

Approved by the Charter Board, this 26 day of Oct 1928
WILLIAM A. SMITH
ROY L. BONE

FILED
OCT 28 1928
BUREAU OF REVENUE

CESNA AIRCRAFT COMPANY

CHARTER

CESNA AIRCRAFT COMPANY

[illegible]

This amendment relates only to the common stock and does not affect or alter the provisions of the Charter with respect to preferred stock or other matters not contained in this amendment.

BE IT FURTHER RESOLVED: That the president and secretary are hereby authorized and directed to certify a copy of this resolution and amendment to the Charter to the Secretary of the State of Kansas as required by law.

To further certify that the undersigned
is President and J. [unclear] Secretary
and have caused to be [unclear] copy
of the [unclear] resolution as the same was [unclear] and as it
appears on the corporate minutes of the Company.

All of which is done by authority of the
stockholders and over the corporate seal of the Company
on this 26th day of February, 1933.

Witness my hand and the seal of the Company
at Topeka, Kan.

My commission expires

March 6, 1933

Secretary of State

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 10/1/00 BY 60322

THIS DOCUMENT CONTAINS NEITHER
RECOMMENDATIONS NOR CONCLUSIONS
OF THE NATIONAL BUREAU OF STANDARDS
UNLESS SPECIFICALLY STATED

IN THE REPORT OF THE NATIONAL BUREAU OF STANDARDS
ON THE PROGRESS OF THE RESEARCH
AND INVESTIGATION OF THE
PROPERTIES OF THE
MATERIALS



Approved by the
Director
National Bureau of Standards
1953

RESEARCH AND DEVELOPMENT DIVISION
NATIONAL BUREAU OF STANDARDS
WASHINGTON, D. C. 20540

100

Chief Clerk

Edw. J. ...

Director of Research

AMENDMENT TO THE CHARTER OF THE
CESSNA AIRCRAFT COMPANY

We, the undersigned, Dwane L. Wallace, President of The Cessna Aircraft Company, and Dwight S. Wallace, Secretary of said corporation, which corporation is organized and existing under and by virtue of the laws of the State of Kansas, do hereby certify to the Charter Board and the Secretary of State of the State of Kansas, that at a special meeting of the stockholders of said corporation, which was duly and regularly called and held at 2 o'clock P. M. February 15, 1937, at the offices of said corporation at its factory on Franklin Road in Sedgwick County, and East of the city of Wichita, Kansas, in accordance with the by-laws of said corporation, and at which meeting the holders of more than two-thirds (2/3) of all of the issued and outstanding stock entitled to vote thereat, were represented either in person or by proxy, the following resolutions were duly and regularly adopted and passed by the unanimous affirmative vote of all the stock represented at said meeting, to-wit:

RESOLUTIONS.

"BE IT RESOLVED, That the authorized capital stock of the Cessna Aircraft Company be changed and increased from its present authorized capital of 100,000 shares of capital stock of no par value to 500,000 shares of assessable common stock of the par value of \$1.00 per share, and that the charter of the Cessna Aircraft Company be, and the same is hereby amended accordingly."

* * *

"BE IT RESOLVED, That whereas under the charter of The Cessna Aircraft Company, said company was authorized to issue 1000 shares of preferred stock at \$100 each, and it further appearing that no preferred stock is outstanding against said company, that the right to issue said stock should be and is hereby cancelled, eliminated and removed from said articles of incorporation, and that the charter of the Cessna Aircraft Company be, and the same is hereby amended accordingly."

* * *

"BE IT RESOLVED, that no shares of this corporation having any preference or senior rights of any kind or character, and no bonds or other funded indebtedness of this corporation, except real estate mortgages, shall be authorized or created without the affirmative vote of the holders of record of at least two-thirds (2/3) in amount of the shares at the time outstanding, at a meeting of the holders of said shares duly called for that purpose, notice of which meeting shall be given to all of the shareholders in the manner prescribed at the time by the by-laws for special meetings of the shareholders."

* * *

"BE IT RESOLVED That the officers of this company be, and they are hereby authorized, empowered and directed to take such steps as they may deem expedient to secure the amendment of the charter of this corporation in accordance with the foregoing resolutions, and that they are hereby fully authorized and empowered to do any and all things necessary or incident to the securing of said amendment and to the issuance of the additional stock of this company as provided by said amendment."

IN WITNESS WHEREOF, we have hereunto caused this certificate of said amendments to be duly executed and attested by the corporate seal of said corporation at its offices in the county of Sedgwick and State of Kansas on this 16th day of February, 1937.

Corporate Seal

Robert L. Brown
President
August Wallace
Secretary

STATE OF KANSAS }
SEDCWICK COUNTY } SS

BE IT REMEMBERED, That on this 17th day of February, 1937,
before the undersigned, a notary public within and for said county
and state, personally appeared DEANE L. WALLACE, President, and
WILLIAM S. WALLACE, Secretary, of The Cessna Aircraft Company, a
corporation created and organized under and by virtue of the laws
of the State of Kansas, to me personally known to be such officers
and the identical persons whose names are affixed to the foregoing
instrument, and each duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and
affixed my notarial seal, this 17th day of February, 1937.

and

M. S. Owen
Notary Public

My Commission expires:

January 21, 1941

Topeka Kansas, February 18th 1937
Received of Cessna Aircraft Company
Two Hundred - - - Dollars, fee for the
within increase.

[Signature]
Notary Public

Approved by the Charter Board, this 18 day of

February 1937

CLARENCE V. BECK
ROY A. HAINES

FILED
FEB 18 1937
FRANK J. KIAN
SECT. OF STATE

CERTIFICATE



STATE OF KANSAS }
SEDGWICK COUNTY } SS

I, Dwight S. Wallace, secretary of The Cessna Aircraft Company, do hereby certify that a meeting of the board of directors of said corporation was duly and regularly called and held in accordance with the by-laws of said corporation, on the 29th day of September, 1939, and that the following is a true and correct copy of a resolution duly and unanimously passed at said meeting of the board of directors, as the same remains of record in the corporate records of said corporation.

"WHEREAS, Chapter 182, Section 142, Session Laws, 1938, of the State of Kansas, requires all domestic corporations to file with the Secretary of State for the State of Kansas, a resolution appointing a Registered Office of said corporation, and that a true and correct copy of said resolution be filed with the Secretary of State,

"BE IT RESOLVED, that the location of the Registered Office of The Cessna Aircraft Company, a Kansas Corporation, be at 3001 Franklin Avenue, the city of Wichita, Sedgewick County, Kansas, and that Dwight S. Wallace be and he is hereby appointed the Registered Agent of said corporation, with his post office address at 3001 Franklin Avenue, Bank Building, in said city of Wichita, Sedgewick County, Kansas.

"BE IT FURTHER RESOLVED, that the secretary of this company file a certified copy of this resolution with the Secretary of State for the State of Kansas, and also file with the Register of Deeds of Sedgewick County, Kansas, the certificate of the Secretary of State certifying that this resolution has been filed in said office."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said corporation at Wichita, Kansas, this 29th day September, 1939.

Dwight S. Wallace
Secretary

FILED
SEP 27 1939
FRANK J. NEAN
SECT. OF STATE

RECEIVED
SEP 27 1939
STATE OF KANSAS

C E R T I F I C A T E

STATE OF KANSAS

SEDGWICK COUNTY

ss

I, Frank A. Boettger, Secretary of The Cessna Aircraft Company, do hereby certify that a meeting of the Board of Directors of said corporation was duly and regularly called and held in accordance with the by-laws of said corporation, on the 13th day of February, 1946, and that the following is a true and correct copy of a resolution duly and unanimously passed at said meeting of the Board of Directors, as the same remains of record in the corporate record books of said corporation.

"WHEREAS, it is the requirement of the laws of the State of Kansas that all domestic corporations file with the Secretary of State for the State of Kansas a Registered Office and a Resident Agent, and

"WHEREAS, it is the desire of the Board of Directors that the Resident Agent of The Cessna Aircraft Company be changed, therefore

"BE IT RESOLVED, That the location of the Registered Office of The Cessna Aircraft Company, a Kansas corporation be at 5800 Pawnee Road, Sedgwick County, Kansas, and that Frank A. Boettger be and hereby is appointed Resident Agent of said corporation with his post office address the same as that of the Registered Office of said corporation, and

"BE IT FURTHER RESOLVED, That the Secretary of said company file a properly executed copy of this resolution with the Secretary of State for the State of Kansas and also record with the Register of Deeds of Sedgwick County, Kansas, a copy of said resolution properly certified by the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said corporation at Wichita, Kansas, this 21st day of February, 1946.

Frank A. Boettger
Secretary
Dwane L. Wallace
Dwane L. Wallace, Pres.

Topeka, Kansas, March 1, 1946

Received from The Cessna Aircraft Company, Five and no/100 Dollars
for exchange of Resident Agent.

By Frank J. Ryan Collector of Topeka, Kansas, Secretary of State



RECEIVED FROM THE CESSNA AIRCRAFT COMPANY, FIVE AND NO/100 DOLLARS
FOR EXCHANGE OF RESIDENT AGENT.

TOPEKA, KANSAS, MARCH 1, 1946
FRANK J. RYAN
COLLECTOR OF TOPEKA, KANSAS, SECRETARY OF STATE

TOPEKA, KANSAS, MARCH 1, 1946
FRANK J. RYAN
COLLECTOR OF TOPEKA, KANSAS, SECRETARY OF STATE

RECEIVED

A - 4 - 538

C E R T I F I C A T E

This is to certify that, at the regular Annual Meeting of Stockholders of The Cessna Aircraft Company, a corporation, organized and existing under the laws of the State of Kansas, held at the principal office of the Company at 5800 Pawnee Road, Wichita, Kansas, on the 24th day of January 1956, legal notice of the time, place and purpose of such meeting having been sent to all stockholders, that the persons and bodies corporate holding the majority of the stock of said corporation entitled to vote, have voted in favor of a certain amendment to the Articles of Incorporation of said Cessna Aircraft Company as follows:

Resolution passed in accordance with the provisions of Article 42 of the General Corporation Code amending the fifth Article of the Articles of Incorporation to change the number of directors from five to not less than five and no more than nine.

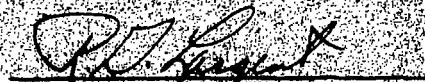
"BE IT RESOLVED, That the fifth Article of the Articles of Incorporation shall be changed from "That the number of directors of this Corporation shall be five" to "That the number of directors of this Corporation shall not be less than five and no more than nine."

That upon vote being duly taken, stockholders present and by proxy voted 552,360 shares in favor of the resolution changing said section of the Articles of Incorporation and 7,582 shares of stock were voted against such resolution.

It is further certified that of the authorized 1,500,000 shares of non-assessable common stock with a par value of \$1.00 per share, there have been issued 731,107 shares of said stock of The Cessna Aircraft Company.

IN WITNESS WHEREOF, The Cessna Aircraft Company has caused this certificate to be executed and acknowledged by its president and secretary and its corporate seal to be affixed hereto this 25th day of January 1956.


Dean L. Wallace, President


R. C. Legend, Secretary

STATE OF KANSAS
SS.
SEDGWICK COUNTY

BE IT REMEMBERED, That on this 25th day of January, A. D. 1956, before me, the undersigned, a notary public in and for the county and state aforesaid, came DWANE L. WALLACE, President, and R. G. LARGENT, Secretary of the corporation named and referred to in the above and foregoing certificate, which corporation is organized and existing under and by virtue of the laws of the State of Kansas, to me personally known to be such officers and the identical persons whose names are affixed to the foregoing instrument, and each duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my notarial seal the day and year first above written.

Ma Davis
Notary Public

My commission expires Nov. 23, 1958

RECEIVED
PAUL R. SHANAHAN

9 15 AM 1956

RECEIVED
OFFICE OF
SECRETARY OF
STATE

OFFICE OF SECRETARY OF STATE

Topeka, Kansas February 3, 1956

RECEIVED OF CESSNA AIRCRAFT COMPANY

One and fifty/100 _____ Dollars

Fee for filing the within Certificate of Amendment.

Paul R. Shanahan
SECRETARY OF STATE

By: *William R. Pendle*
Assistant Secretary of State

A-16-1

RECEIVED
SECRETARY OF
STATE
FEB 3 4 11 PM '56

PAUL R. SHANAHAN

C E R T I F I C A T E .

This is to certify that, at the regular annual meeting of the stockholders of the Cessna Aircraft Company, a corporation organized and existing under the laws of the State of Kansas, held at the principal office of the company at 5200 Pawnee Road, Wichita, Kansas, on the 22nd day of January, 1957, the legal notice of the time, place and purpose of such meeting having been sent to all stockholders that the persons and bodies corporate holding the majority of the stock of said corporation entitled to vote, have voted in favor of a certain amendment to the Articles of Incorporation of said Cessna Aircraft Company as follows:

Resolution passed in accordance with the provisions of Article 42 of the General Corporation Code amending the Sixth Article of the Articles of Incorporation to restrict the preemptive rights of the stockholders as follows:

"BE IT RESOLVED: That preemptive rights shall not attach to any shares of stock of the corporation issued pursuant to any stock option incentive plan adopted by the Company which shall qualify as a restricted stock option plan under the Internal Revenue Code of the United States or any amendments to said Code."

That upon vote being duly taken, stockholders present and by proxy voting 437,042 shares in favor of the Resolution changing said Section of the Articles of Incorporation, and 11,473 shares of stock were voted against said Resolution.

It is further certified that of the authorized 1,500,000 shares of non-assessable common stock of a par value of \$1.00 per share there have been issued 731,109 shares of said stock of the Cessna Aircraft Company.

IN WITNESS WHEREOF the Cessna Aircraft Company has caused this Certificate to be executed and acknowledged by its President and Secretary and its corporate seal to be affixed hereto this 23rd day of January, 1957.

William C. Wallace
William C. Wallace, President

H. J. Largent
H. J. Largent, Secretary

(SEAL)

STATE OF KANSAS

SS.

SEDGWICK COUNTY

BE IT REMEMBERED, That on this 23rd day of January, A. D. 1957, before me, the undersigned, a Notary Public, in and for the county and state aforesaid, came DWANE L. WALLACE, President, and R. G. LARGENT, Secretary of the corporation named and referred to in the above and foregoing certificate, which corporation is organized and existing under and by virtue of the laws of the State of Kansas, to me personally known to be such officers and the identical persons whose names are affixed to the foregoing instrument, and each duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my notarial seal the day and year first above written.

Norma Jean Schubert
Notary Public

My commission expires: 10-30-60

OFFICE OF SECRETARY OF STATE

Topeka, Kansas January 30, 1957

RECEIVED OF CESSNA AIRCRAFT COMPANY

Two and fifty/100 _____ Dollars,

fee for filing the within Certificate of Amendment.

Paul R. Shandhan
SECRETARY OF STATE

By: *Edward B. Conner*
Assistant Secretary of State

RECEIVED 11-30-57

THE STATE



OF KANSAS

PAUL R. SHANAHAN • SECRETARY OF STATE

To all to whom these presents shall come, Greeting:

I, PAUL R. SHANAHAN, Secretary of State of the State of Kansas, do hereby certify that the following and hereto attached is a true copy of

CERTIFICATE OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

THE CESSNA AIRCRAFT COMPANY

FILED:

JANUARY 23, 1959

the original of which is now on file and a matter of record in this office.

IN TESTIMONY WHEREOF:

I hereto set my hand and cause to be affixed my official seal.

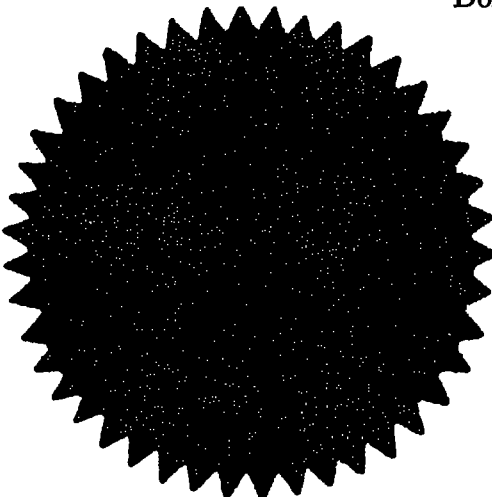
Done at the City of Topeka, this ~~Twenty eighth~~ day of

January A. D. 19 59

Paul R. Shanahan
SECRETARY OF STATE

By

ASSISTANT SECRETARY OF STATE



THE CESSNA AIRCRAFT COMPANY

C E R T I F I C A T E

This is to certify that, at the regular annual meeting of the stockholders of The Cessna Aircraft Company, a corporation, organized and existing under the laws of the State of Kansas, held at the principal office of the company at 3806 Penna Road, Wichita, Kansas, on the fifth day of January, 1959, the legal notice of the time, place and purpose of such meeting having been sent to all stockholders, that the persons and bodies corporate holding the majority of the stock of said corporation entitled to vote, have voted in favor of a certain amendment to the Articles of Incorporation of said Cessna Aircraft Company as follows:

Resolution passed in accordance with the provisions of Article 42 of the General Corporation Code amending the Sixth Article of the Articles of Incorporation to restrict the pre-emptive rights of the stockholders as follows:

"RESOLVED, that the proposed amendment to the Articles of Incorporation to limit the pre-emptive rights of stockholders to subscribe to additional issues of stock of the Company be adopted, and that Article Sixth of said Articles of Incorporation, as amended, be amended to add thereto the following as a concluding paragraph of that article:

"Pre-emptive rights shall not attach to any shares of stock of the corporation issued (1) for effecting a merger or consolidation with another corporation, (2) in exchange for a majority or more of any class of shares of stock of another corporation or (3) for the acquisition of all or substantially all of the assets of another corporation."

That upon vote being duly taken, stockholders present and by proxy voted 533,816 shares in favor of the Resolution changing said Section of the Articles of Incorporation, and 19,686 shares of stock were voted against said Resolution.

It is further certified that of the authorized 1,500,000 shares of non-assessable common stock of a par value of \$1.00 per share, there have been issued 771,765 shares of said stock of The Cessna Aircraft Company.

IN WITNESS WHEREOF The Cessna Aircraft Company has caused this Certificate to be executed and acknowledged by its President and

Assistant Secretary and its corporate seal to be affixed hereto
this 27th day of January, 1959.

Dwaine L. Wallace
Dwaine L. Wallace, President

Vincent Moore
Vincent Moore, Assistant Secretary

(SEAL)

STATE OF KANSAS }
SEDGWICK COUNTY } ss.

BE IT REMEMBERED, That on this 27th day of January, A. D.
1959, before me, the undersigned, a Notary Public in and for the
county and state aforesaid, came DWANE L. WALLACE, President and
Vincent Moore, Assistant Secretary, of the corporation named and
referred to in the above and foregoing certificate, which corporation
is organized and existing under and by virtue of the laws of the State
of Kansas, to me personally known to be such officers and the identi-
cal persons whose names are affixed to the foregoing instrument, and
each duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name
and affixed my notarial seal, the day and year first above written.

A. L. Baldwin
Notary Public

My Commission Expires July 13, 1961

OFFICE OF SECRETARY OF STATE
TOPEKA, KANSAS JANUARY 28, 1959

RECEIVED OF CESSNA AIRCRAFT COMPANY
Two and 50/100 --- Dollars,
fee for filing the within Amendment.

PAUL R. SHANAHAN
Secretary of State

BY: EDWARD B. CONVERSE
Assistant Secretary of State

10

THE STATE OF KANSAS



PAUL R. SHANAHAN • SECRETARY OF STATE

To all to whom these presents shall come, Greeting:

I, PAUL R. SHANAHAN, Secretary of State of the State of Kansas do hereby
certify that the following and hereto attached is a true copy.

STATE OF KANSAS } ss
SEDGWICK COUNTY }
FILED FOR RECORD AT
18140 P. M.
JAN 27 1960

CERTIFICATE OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

THE CESSNA AIRCRAFT COMPANY

FILED: January 27, 1960

the original of which is now on file and a matter of record in this office.

IN TESTIMONY WHEREOF:

I hereto set my hand and cause to be affixed my official seal.

Done at the City of Topeka, this Twenty seventh day of

January

A.D. 19 60

Paul R. Shanahan
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

C E R T I F I C A T E

THIS IS TO CERTIFY that at the regular annual meeting of stockholders of The Cessna Aircraft Company, a corporation, organized and existing under the laws of the State of Kansas, held at the principal office of the Company at 5800 East Pawnee Road, Wichita, Kansas, on the 26th day of January, 1960, the legal notice of the time, place and purpose of such meeting having been sent to all stockholders, that the persons and bodies corporate holding the majority of the stock of said corporation outstanding and entitled to vote, have voted in favor of a certain amendment to the Articles of Incorporation of said The Cessna Aircraft Company as follows:

Resolution passed in accordance with the provisions of Article 42 of the General Corporation Code, amending the Sixth Article of the Articles of Incorporation, to increase the authorized capital stock of the corporation as follows:

"RESOLVED, that the proposed amendment to the Articles of Incorporation to increase the capital stock of the company to five million (5,000,000) shares of non-assessable common stock of the par value of One Dollar (\$1.00) per share be adopted, and that Article Sixth of said Articles of Incorporation, as amended, be amended so that the second paragraph of said Article shall read as follows:

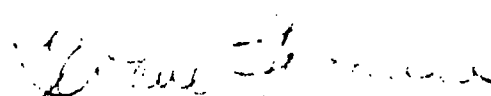
"That the amount of the capital stock of this corporation shall be five million (5,000,000) shares of non-assessable common stock of the par value of One Dollar (\$1.00) per share."


That upon vote being duly taken, stockholders present and by proxy, voted 911,302 shares in favor of the resolution, changing said section of the Articles of Incorporation, and 7,698 shares of stock were voted against said resolution.

IT IS FURTHER CERTIFIED that of the authorized 1,500,000 shares of non-assessable common stock of the par value of One Dollar (\$1.00) per share, there have been issued and are outstanding 1,077,302 shares of said stock of The Cessna Aircraft Company which were entitled to vote on said resolution.

IT IS FURTHER CERTIFIED that the aforesaid amendment was duly adopted and made in accordance with Article 42 of the General Corporation Code, as amended.

IN WITNESS WHEREOF, The Cessna Aircraft Company has caused this certificate to be executed and acknowledged by its President and its Assistant Secretary, and its corporate seal to be affixed hereto this 26th day of January, 1960.


Dwana L. Wallace
President


Vincent Moore
Assistant Secretary

STATE OF KANSAS)
) ss.
SEDGWICK COUNTY)

BE IT REMEMBERED, that on this 26th day of January, 1960, before me, the undersigned, a Notary Public, in and for the County and State aforesaid, came DWANA L. WALLACE, President, and VINCENT MOORE, Assistant Secretary, of the corporation named and referred to in the above and foregoing certificate, which corporation is organized and existing under and by virtue of the laws of the State of Kansas, to me personally known to be such officers, and the identical persons whose names are affixed to the foregoing instrument, and each duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my notarial seal the day and year first above written.

Notary Public

My Commission Expires:

OFFICE OF SECRETARY OF STATE

Topeka, Kansas January 27, 1900

RECEIVED OF THE CEN. AIRCRAFT COMPANY

one thousand eight hundred two and fifty/100 ----- Dollars.

fee for filing the within Certificate of amendment.

Paul R. Shanahan
SECRETARY OF STATE

Edward B. Converse
By: Assistant Secretary of State